

BARNES & THORNBURG LLP
Attorneys for Priority Health
300 Ottawa Avenue, NW, Suite 500
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(616) 742-3930
John T. Gregg, Esq.

United States Bankruptcy Court
Southern District of New York

)	
In re)	Chapter 11 Case
)	
DELPHI CORPORATION, <i>et al.</i>)	No. 05-44481
)	
Debtors.)	
)	

**NOTICE OF APPEARANCE AND
DEMAND FOR SERVICE OF PAPERS**

To: Kathleen Farrell
Clerk of the Court
United States Bankruptcy Court
One Bowling Green, Sixth Floor
New York, NY 10004-1408

John William Butler, Esq.
Skadden, Arpps, Slate, Meagher &
Flom, LLP
333 W. Wacker Drive, Suite 2100
Chicago, IL 60606

Alicia M. Leonhard, Esq.
Office of the U.S. Trustee
33 Whitehall Street
New York, NY 10004

Kayalyn A. Marafioti, Esq.
Skadden, Arps, Slate, Meagher &
Flom, LLP
Four Times Square
New York, NY 10036

PLEASE TAKE NOTICE, that the undersigned counsel hereby files its Notice of Appearance as counsel to Priority Health, in the above-captioned Chapter 11 case. Pursuant to Rules 2002 and 9010(b) of the Rules of Bankruptcy Procedure, we request that all notices given or required to be given in the above Chapter 11 case be given to and served upon the undersigned at the office, address, and telephone number set forth below.

PLEASE TAKE FURTHER NOTICE that the foregoing demand includes not only notices and papers but also includes, without limitation, orders and notices of any applications,

motions, petitions, pleadings, complaints, or demands transmitted or conveyed by mail delivery, telephone, telegraph, telex, or otherwise which affect the above-captioned debtor or its property.

PLEASE TAKE FURTHER NOTICE that the submission and filing of this notice and demand constitutes a "special appearance" and is not intended to be, nor shall it be deemed a consent to, or a waiver of, the right to challenge jurisdiction of this Court to adjudicate noncore matters, which right Priority Health expressly reserve without prejudice.

Dated: October 13, 2005

BARNES & THORNBURG LLP
Counsel to Priority Health

By: /s/John T. Gregg
John T. Gregg

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